Case 11-32602-hdh7 Doc 1 Filed 11/17/10 Entered 11/17/10 20:31:45 Page 1 of 43 **B5 (Official Form 5) (12/07)**

United States Bankruptcy Court INVOLUNTARY **PETITION** District of Texas Northern ALL OTHER NAMES used by debtor in the last 8 years IN RE (Name of Debtor - If Individual: Last, First, Middle) (Include married, maiden, and trade names.) Vitro America, LLC Vitro America, Inc. VVP America, Inc. Last four digits of Social-Security or other Individual's Tax-1.D. No./Complete EIN (If more than one, state all.):54-0141190 MAILING ADDRESS OF DEBTOR (If different from street address) STREET ADDRESS OF DEBTOR (No. and street, city, state, and zip code) 965 Ridge Lake Blvd., Suite 300 Memphis, TN 38120 COUNTY OF RESIDENCE OR PRINCIPAL PLACE OF BUSINESS ZIP CODE ZIP CODE LOCATION OF PRINCIPAL ASSETS OF BUSINESS DEBTOR (If different from previously listed addresses) CHAPTER OF BANKRUPTCY CODE UNDER WHICH PETITION IS FILED Chapter 7 Chapter 11 INFORMATION REGARDING DEBTOR (Check applicable boxes) Nature of Business Type of Debtor Nature of Debts (Check one box.) (Check one box.) (Form of Organization) Health Care Business Individual (Includes Joint Debtor) Petitioners believe: Single Asset Real Estate as defined in Corporation (Includes LLC and LLP) 11 U.S.C. § 101(51)(B) Debts are primarily consumer debts Partnership Railroad Debts are primarily business debts Other (If debtor is not one of the above entities, Stockbroker check this box and state type of entity below.) Commodity Broker Clearing Bank Other FILING FEE (Check one box) **VENUE** 冈 Full Filing Fee attached Debtor has been domiciled or has had a residence, principal place of business, or principal assets in the District for 180 Petitioner is a child support creditor or its representative, and the form days immediately preceding the date of this petition or for specified in § 304(g) of the Bankruptcy Reform Act of 1994 is attached. a longer part of such 180 days than in any other District. [If a child support creditor or its representative is a petitioner, and if the petitioner files the form specified in § 304(g) of the Bankruptcy Reform Act of A bankruptcy case concerning debtor's affiliate, general partner or partnership is pending in this District. 1994, no fee is required.] PENDING BANKRUPTCY CASE FILED BY OR AGAINST ANY PARTNER OR AFFILIATE OF THIS DEBTOR (Report information for any additional cases on attached sheets.) Date Name of Debtor Case Number See Attached Annex A District Judge Relationship ALLEGATIONS COURT USE ONLY (Check applicable boxes) Petitioner(s) are eligible to file this petition pursuant to 11 U.S.C. § 303(b). The debtor is a person against whom an order for relief may be entered under title 11 of the United 2. States Code. 3.a. The debtor is generally not paying such debtor's debts as they become due, unless such debts are the subject of a bona fide dispute as to liability or amount; Within 120 days preceding the filing of this petition, a custodian, other than a trustee, receiver, or agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.

B5 (Official Form 5) (12/07) - Page 2

Name of Debtor

Vitro America, LLC

	Caso No.			
	ANSFER OF CLAIM			
Check this box if there has been a transfer of any claim evidence the transfer and any statements that are required.	n against the debtor or to any petitioner. Attach all documents that			
	QUEST FOR RELIEF			
Petitioner(s) request that an order for relief be entered against the o	debtor under the chapter of title 11, United States Code, specified in this a foreign proceeding, a certified copy of the order of the court granting			
Petitioner(s) declare under penalty of perjury that the foregoing i	is true x/s/Joff Prostok 2/// 15/17/10			
and QD. Ch	x /s/ Joff Prostok Signature of Attorney Date			
Signature of Petitioner or Representative (State Title)	Jeff Prostok			
,	Name of Attorney Firm (If any)			
مراميليا	Jeff Prostok John K, Cunningham Forshev Prostok LLP White & Case LLP			
Knighthead Master Fund, L.P. It 17/10	Forshey Prostok LLP White & Case LLP 777 Main Street, Suite 1290 200 S. Biscayne Blvd., Suite 4900			
Name of Petitioner Date Signed	Fort Worth, TX 76102 Misml, FL 33131			
Name & Mailing Knighthead Master Fund, L.P. c/o Address of Individual Knighthead Capital Management, LL 623 Fifth Avenue, 29th Floor	Address			
Signing in Representative Knighthead Capital Management, L.I Capacity Investment Manager Ara Cohen, Managing Member	L.C., Telephone No. (817) 877-8855			
Petitioner(s) declare under penalty of perjury that the foregoing is	s truo			
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523 Fifth Avenue, 29th Floor				
New York, NY 10022				
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Note: If there are more than three petitioners, attach additional shee petitioner's signature under the statement and the name of atteriormat above.			

B5 (Official Form 5) (12/07) - Page 2	Name of Debtor	Vitro America, LLC	
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Name & Malling Davidson Kempner Distressed Opportunities Fund LP Address of Individual 65 East 55th Street, 19th Floor	Fort Worth,		L 33131
New York, NY 10022 Signing in Representative Capacity New York, NY 10022 Anthony A. Yosoloff Managing Member	Address Telephone N	lo. (817) 877-8855	·····
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Du Cand	Name of All	omey Firm (If any)	
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New York, NY 10022 Name and Address of Petitioner	Nature of Claim		Amount of Claim
Name and Address of Petitioner	Nature of Claim		Amount of Claim
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B5 (Official Form 5) (12/07) - Page 2

format above.

Name of Debtor

Vitro America, LLC

Case No. TRANSFER OF CLAIM Check this box if there has been a transfer of any claim against the debtor or to any petitioner. Attach all documents that evidence the transfer and any statements that are required under Bankruptcy Rule 1003(a). REQUEST FOR RELIEF Petitioner(s) request that an order for relief be entered against the debtor under the chapter of title 11, United States Code, specified in this petition. If any petitioner is a foreign representative appointed in a foreign proceeding, a certified copy of the order of the court granting recognition is attached. Petitioner(s) declare under penalty of perjury that the foregoing is true x /s/ Jeff Prostok Signature of Attorney Lawrence H. Kaplan, Vice President & Sedictary Jeff Prostok Name of Attorney Pirm (If any) Signature of Petitioner or Representative (State Title) John K. Cunningham Jeff Prostok White & Case LLP Forshey Prostok LLP Lord Abbett Bond-Debenture Fund, Inc. 200 S. Biscayne Blvd., Suite 4900 777 Main Street, Suite 1290 Name of Petitioner Miami, FL 33131 Fort Worth, TX 76102 Lord Abbett Bond-Debenture Fund, Inc. Address Name & Mailing 90 Hudson Street Jersey City, NJ 07302 Address of Individual Signing in Representative Attn: John K. Forst, Esq. Telephone No. (817) 877-8855 Capacity Petitioner(s) declare under penalty of perjury that the foregoing is true Date Signature of Attorney Signature of Petitioner or Representative (State Title) Name of Attorney Firm (If any) Date Signed Name of Petitioner Address Name & Mailing Telephone No. Address of Individual Signing in Representative Capacity Petitioner(s) declare under penalty of perjury that the foregoing is true and Signature of Attorney Date Name of Attorney Firm (If any) Signature of Petitioner or Representative (State Title) Address Date Signed Name of Petitioner Name & Mailing Telephone No. Address of Individual Signing in Representative Capacity PETITIONING CREDITORS Amount of Claim Nature of Claim Name and Address of Petitioner \$20,000,000.00 Beneficial interests in 9-1/8% Senior Notes Lord Abbett Bond-Debenture Fund, Inc. 90 Hudson Street Jersey City, NJ 07302 Attn: John K. Forst, Esq. Amount of Claim Nature of Claim Name and Address of Petitioner Amount of Claim Nature of Claim Name and Address of Petitioner Note: If there are more than three petitioners, attach additional sheets with the statement under penalty of perjury, each Total Amount of

continuation sheets attached

Petitioners' Claims

petitioner's signature under the statement and the name of attorney and petitioning creditor information in the

Annex A

Bankruptcy Cases Concurrently Filed Against Any Partner or Affiliate of the Debtor

Involuntary petitions under chapter 11 of title 11 of the United States Code are being filed in this Court against the following affiliated entities listed below:

Amsilco Holdings, Inc.

B.B.O. Holdings, Inc.

Binswanger Glass Company

Crisa Corporation

Super Sky International, Inc.

Super Sky Products, Inc.

Troper Services, Inc.

V-MX Holdings, LLC

Vitro America, LLC

Vitro Asset Corp.

Vitro Chemicals, Fibers & Mining, LLC

Vitro Packaging, LLC

VVP Auto Glass, Inc.

VVP Finance Corporation

VVP Holdings, LLC

CORPORATE OWNERSHIP STATEMENT

Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Knighthead Master Fund, L.P. (the "Petitioning Creditor") hereby submits that it is a limited partnership, and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: November 17, 2010

KNIGHTHEAD MASTER FUND, L.P.

By: Knighthead Capital Management, L.L.C., its Investment Manager

Name: Ara Cohen

Title: Managing Member

Rule 1003 Statement Regarding Claims of Knighthead Master Fund, L.P.

The undersigned hereby state that the claims totaling \$42,047,250 held by Knighthead Master Fund, L.P. (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on various dates in a range of consideration from 44.00% to 50.13% as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of \$42,047,250 outstanding amount of Series of Notes Held: \$21,844,000 9½ % Senior Notes due 2017 and \$20,203,250 8½ % due 2012. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: November 17, 2010

KNIGHTHEAD MASTER FUND, L.P.

By: Knighthead Capital Management, L.L.C., its investment manager

Ву ___

Ara Cohen

Managing Member

Vitro 9 1/8 02/01/17

Trade date	SettleDt	Account	B/S	Qty	Face value	Price	Purchased from
03/31/10	04/06/10	KHMF	В	2,850.00	2,850,000.00	45.00	BCAPUK
03/05/10	03/10/10	KHMF	В	1,900.00	1,900,000.00	48.50	JPCHUS
03/05/10	03/10/10	KHMF	В	3,325.00	3,325,000.00	48.13	BCAPUK
01/20/10	01/25/10	KHMF	В	1,900.00	1,900,000.00	50.13	PRINCE
01/19/10	01/22/10	KHMF	В	1,900.00	1,900,000.00	50.00	BCAPUK
01/19/10	01/22/10	KHMF	В	2,850.00	2,850,000.00	49.00	BCAPUK
01/12/10	01/15/10	KHMF	В	950.00	950,000.00	49.00	BCAPUK
01/12/10	01/15/10	KHMF	В	950.00	950,000.00	49.00	JPCHUS
01/11/10	01/14/10	KHMF	В	1,900.00	1,900,000.00	47.25	JPCHUS
01/08/10	01/13/10	KHMF	В	950.00	950,000.00	45.25	BCAPUK
01/07/10	01/12/10	KHMF	В	2,369.00	2,369,000.00	44.00	BCAPUK
				21,844.00	21,844,000.00		• •

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Trade date	SettleDt	Account	B/S	Qty	Face value	Price	Purchased from
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03/05/10	03/10/10	KHMF	В	2,850.00	2,850,000.00		BCAPUK
03/05/10	03/10/10	KHMF	В	1,425.00			BCAPUK
03/02/10	03/05/10	KHMF	В	1,900,00			JPCHUS
01/20/10	01/25/10	KHMF	В	1,268.25	1,268,250.00	50	PRINCE
01/13/10	01/19/10	KHMF	В	1,615.00	1,615,000.00	49	JPCHUS
01/12/10	01/15/10	KHMF	В	950.00	950,000.00	49	JPCHUS
01/12/10	01/15/10	KHMF	В	950.00	950,000.00	49	BCAPUK
01/11/10	01/14/10	KHMF	В	1,900.00	1,900,000.00	47.25	JPCHUS
01/07/10	01/12/10	KHMF	В	220.00	220,000.00	44	MITRUS
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ADVISOR: KNIGHTHEAD CAPITAL MAIN-AGEMENT LLC

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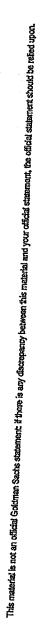
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KNIGHTHEAD MASTER FUND LP is comprised of account number(s) 002253631, 002254456, 002337996, 002416550, 023923821, 023944077 UK POUND STERLING CLOSING BALANCE

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ADVISOR: KNIGHTHEAD CAPITAL MAN-AGENIENT LLC

Trade Date Activity

FUND: KNIGHTHEAD WASTER FUND LP

CORPORATE OWNERSHIP STATEMENT

Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the

"Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which

provides that any corporation that is party to an adversary proceeding shall file a statement that

identifies any corporation that directly or indirectly owns 10% or more of any class of the

corporation's equity interests, or otherwise states that there are no entities to report. Brookville

Horizons Fund, L.P. (the "Petitioning Creditor") hereby submits that it is a limited partnership,

and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the

Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States

of America that I have reviewed the foregoing and that it is true and correct to the best of my

information and belief.

Date: November 17, 2010

BROOKVILLE HORIZONS FUND, L.P.

By: Brookyille Horizons Fund GP, LLC

McKinney

Title: Xuthorized Signatory

Rule 1003 Statement Regarding Claims of Brookville Horizons Fund, L.P.

The undersigned hereby state that the claims totaling \$2,000,000 held by Brookville Horizons Fund, L.P. (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on July 29, 2010 for the approximate consideration of \$1,015,000 as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of 91/8 % Senior Notes due 2017. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: November 17, 2010

Brookville Horizons Fund, L.P.

From: EILEEN MCLOUGHLIN, JPMORGAN SECURITIES [mailto:em012103@bloomberg.net]

Sent: Thursday, July 29, 2010 4:50 PM

To: #DerivOps

Subject: ID: 92851RAD9 *Trade Ticket* As of Date: 7/29/2010

ID : 92851RAD9 *Trade Ticket* As of Date: 7/29/2010

TRDR/SLS : CHRISTOPHER BOEGE Settlement : 8/3/2010

SELLS : 2M (M) ISSUER:VITRO SAB DE CV

Security : VITROA 9 % 02/01/17
Price : 50.75 Yield:22.789252 Yield to: 2/1/2017 at 100.00

Notes : JPM SELL - BROOKVILLE A/C GS - THANKS

^{**} THIS TICKET GENERATED BY BLOOMBERG TOMS / POMS SYSTEM **
To learn more about the BLOOMBERG Professional® service,
http://www.bloomberg.com

CORPORATE OWNERSHIP STATEMENT

Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") incorporate the disclosure required under Bankruptcy Rule 7007.1, which provides that any corporation that is party to an adversary proceeding shall file a statement that identifies any corporation that directly or indirectly owns 10% or more of any class of the corporation's equity interests, or otherwise states that there are no entities to report. Davidson Kempner Distressed Opportunities Fund LP (the "Petitioning Creditor") hereby submits that it is a limited partnership, and therefore is not subject to the disclosure requirements contained in Bankruptcy Rule 7007.1.

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States of America that I have reviewed the foregoing and that it is true and correct to the best of my information and belief.

Date: November <u>17</u>, 2010

DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES FUND, LP

By: DK Group, LLC, its General Partner

Name: Anthony A. Yoseloff Title: Managing Member

Rule 1003 Statement Regarding Claims of Davidson Kempner Distressed Opportunities Fund LP

The undersigned hereby states that the claims totaling \$11,637,000.00 held by Davidson Kempner Distressed Opportunities Fund LP (the "Petitioning Creditor") against the company named in the attached involuntary petition (the "Debtor") were acquired on various dates from June 23, 2010 to August 11, 2010 for the approximate consideration of \$5,474,913.75 as reflected in the attached documents. Such claims are based on the Petitioning Creditor's holdings of 9½% Senior Notes due 2017, 11¾% Senior Notes due 2013, and 8½% Senior Notes due 2012. Such claims are based upon principal only and are exclusive of interest, fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for investment purposes and not for the purpose of commencing a bankruptcy case against the Debtor.

Date: November 17, 2010

DAVIDSON KEMPNER DISTRESSED OPPORTUNITIES FUND, LP

By: DK Group, LLC, its General Partner

Name: Anthony A. Yoseloff Title: Managing Member

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Daily Margin Position Summary Report

Account Name: DK DIS OPP FUND Account Number: 102-31886-USD-24 Family Code: URD-X

Loss Daily	1,652	17,145
Profit / Loss	11,660	150,861
Market Value	325,542 NET PL	3,377,565
Closing Price	NET MV	49 1/4
Closing Position		6,858,0001
Quantity Bought Sold	\$325,542	•
Previous Position	\$325,542 MAINTENANCE	92851RAD9 (C) V SR NT 6,858,000L
CUSIP /	\$32	92851RAD9 SR NT
SYMBOL	REG T	588VXN7 92851RAU ***VITRO S A B DE C V SR NT 02/01/17 9.1250
Sec No / SYMBOL CUSIP /		588VXW7 ***VITRO S 02/01/17 9

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Daily Margin Position Summary Report As of 09/28/2010

Account Name: DK DIS OPP FUND Account Number: 102-31886-USD-24 Family Code: URD-X

Druff / Jose	2002 1 1101	Cum	
Market	TOWNS TO THE PERSON THE PERSON TO THE PERSON TO THE PERSON TO THE PERSON TO THE PERSON	Value	
polocio	Grieco	Price	
S. C. C.		Position	
	Customy	Bought Sold	
	Shower	Position	
, 0,0,0		NIS	
	2	STWDOL	
	Sec No /	Sec Des	

1,652
11,660
325,542
49 1/4
661,000L
•
(C) 661,000L 661,000L
1FADS
5921042 9285 ***VI7R0 S A DE C V SH NT 11/01/13 11.7500 SETT. DATE POS

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Report ID: BSC565-A Run Date/Time: 08/29/10 00:49:03

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CORPORATE OWNERSHIP STATEMENT

In accordance with Rule 1007(a)(1) and Rule 1010(b) of the Federal Rules of Bankruptcy

Procedure (the "Bankruptcy Rules"), which incorporate the disclosure required under Rule

7007.1 of the Bankruptcy Rules, Lord Abbett Bond Debenture Fund (the "Petitioning Creditor")

hereby states that the following corporations directly or indirectly own 10% or more of any class

of the Petitioning Creditor's equity interests as of the date hereof:

Edward Jones & Co. (on behalf of various beneficial owners)

MLPF&S For the Sole Benefit of Its Customers

In accordance with 28 U.S.C. § 1746, I, the undersigned authorized officer of the

Petitioning Creditor, hereby declare under penalty of perjury under the laws of the United States

of America that I have reviewed the foregoing and that it is true and correct to the best of my

information and belief, with reliance on appropriate corporate officers.

Date: **NOVEMBER 17**, 2010

LORD ABBETT BOND-DEBENTURE FUND, INC.

Name: Lawrence H. Kaplan

Title: Vice President & Secretary

Rule 1003 Statement Regarding Claims of Lord Abbett Bond-Debenture Fund, Inc.

The undersigned hereby state that the claims totaling \$20,000,000.00 held by Lord

Abbett Bond Debenture Fund (the "Petitioning Creditor") against the company named in the

attached involuntary petition (the "Debtor") were acquired on various dates from January 25,

2007 to November 6, 2007 for the approximate consideration of \$20,294,881.25 as reflected in

the attached documents. Such claims are based on the Petitioning Creditor's holdings of 91/8%

Senior Notes due 2017. Such claims are based upon principal only and are exclusive of interest,

fees, costs and other charges. The Petitioning Creditor acquired its claims on the open market for

investment purposes and not for the purpose of commencing a bankruptcy case against the

Debtor.

Date: **NOVEMBER 17**, 2010

LORD ABBETT BOND-DEBENTURE FUND, INC.

Name: Lawrence H. Kaplan

Title: Vice President & Secretary

TRANS NO.: 4283193

VENDOR TRANS NO.: 10846020070518

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Lehman Brothers

Security ID:

92851RAB3

TRADE DATE: 05/18/2007

SETTLEMENT DATE:

05/23/2007

SECURITY DESCRIPTION

PURCHASE

1,400,000.00 **UNITS:** Vitro S.A. 105.375000 144A NCV 9.125% 02/01/2017 PRICE: 1,475,250.00 9 1/8 Due 2/1/2017 FA1 PRINCIPAL ACCRUED INTEREST: 39,744.44 Dated Code: Normal 0.00 COMMISSION: Dated Date: 02/01/2007 0.00 **FEES**

CASH: USD 1,514,994.44

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000 SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

TRANS NO.: 4271635

VENDOR TRANS NO.: 10393320070514

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Lehman Brothers

Security ID:

92851RAB3

TRADE DATE: 05/14/2007

SETTLEMENT DATE:

05/17/2007

SECURITY DESCRIPTION

PURCHASE

Vitro S.A.

144A NCV 9.125% 02/01/2017 9 1/8 Due 2/1/2017 FA1

Dated Code: Normal

Dated Date: 02/01/2007

UNITS:

PRICE:

PRINCIPAL

ACCRUED INTEREST:

COMMISSION:

FEES

42,988.89 0.00

0.00

1,600,000.00

104.550000

1,672,800.00

CASH: USD

1,715,788.89

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date:

09/23/2010

TRANS NO.: 4226333

VENDOR TRANS NO.: 9207620070425

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Barclay Investments

Security ID:

92851RAB3

TRADE DATE: 04/25/2007

SETTLEMENT DATE:

04/30/2007

SECURITY DESCRIPTION

144A NCV 9.125% 02/01/2017

PURCHASE

UNITS:

925,000.00 105.000000

9 1/8 Due 2/1/2017 FA1

Dated Code: Normal

Dated Date: 02/01/2007

Vitro S.A.

PRICE: PRINCIPAL ACCRUED INTEREST:

971,250.00

COMMISSION:

20,867.10 0.00

FEES

0.00

CASH: USD

992,117.10

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date:

09/23/2010

TRANS NO.: 4225704

VENDOR TRANS NO.: 9179720070424

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Credit Suisse Algo

Security ID:

92851RAB3

TRADE DATE: 04/24/2007

SETTLEMENT DATE:

04/27/2007

SECURITY DESCRIPTION

PURCHASE

 Vitro S.A.
 UNITS:
 900,000.00

 144A NCV 9.125% 02/01/2017
 PRICE:
 104.750000

 9 1/8 Due 2/1/2017 FA1
 PRINCIPAL
 942,750.00

 Dated Code: Normal
 ACCRUED INTEREST:
 19,618.75

 Dated Date: 02/01/2007
 COMMISSION:
 0.00

FEES

0.00

CASH: USD

962,368.75

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000 SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

TRANS NO.: 4205928

VENDOR TRANS NO.: 8872620070417

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Morgan Stanley

Security ID:

92851RAB3

TRADE DATE: 04/17/2007

SETTLEMENT DATE:

04/20/2007

SECURITY DESCRIPTION

PURCHASE

1,375,000.00 UNITS: Vitro S.A. 103.750000 144A NCV 9.125% 02/01/2017 PRICE: 1,426,562.50 9.1/8 Due 2/1/2017 FA1 PRINCIPAL 27,533.42 ACCRUED INTEREST: Dated Code: Normal 0.00 Dated Date: 02/01/2007 COMMISSION: 0.00 **FEES**

CASH: USD

1,454,095.92

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

TRANS NO.: 4163926

VENDOR TRANS NO.: 7623420070330

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Morgan Stanley

Security ID:

92851RAB3

TRADE DATE: 03/30/2007

SETTLEMENT DATE:

04/04/2007

SECURITY DESCRIPTION

PURCHASE

UNITS:

PRICE:

FEES

1,475,000.00 102.625000

144A NCV 9.125% 02/01/2017 9 1/8 Due 2/1/2017 FA1

PRINCIPAL

1,513,718.75

Dated Code: Normal

ACCRUED INTEREST: COMMISSION:

23,553.91 0.00

0.00

Dated Date: 02/01/2007

Vitro S.A.

CASH: USD

1,537,272.66

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

09/23/2010 Date:

TRANS NO.: 4159314

VENDOR TRANS NO.: 7475020070328

09/23/2010 DATE:

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Credit Suisse Algo

Security ID:

92851RAB3

TRADE DATE: 03/28/2007

SETTLEMENT DATE: 04/02/2007

SECURITY DESCRIPTION

PURCHASE

1,500,000.00 Vitro S.A. UNITS: 102.500000 144A NCV 9.125% 02/01/2017 PRICE: 1,537,500.00 PRINCIPAL 9 1/8 Due 2/1/2017 FA1 ACCRUED INTEREST: 23,192.71 Dated Code: Normal 0.00 COMMISSION: Dated Date: 02/01/2007 0.00 **FEES**

CASH: USD

1,560,692.71

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000 **SETTLEMENT METHOD: US - DTC**

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date:

09/23/2010

TRANS NO.: 4156184

VENDOR TRANS NO.: 7414220070326

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: UBS Securities Inc.

Security ID:

92851RAB3

TRADE DATE: 03/26/2007

SETTLEMENT DATE:

03/29/2007

SECURITY DESCRIPTION

PURCHASE

Vitro S.A.

144A NCV 9.125% 02/01/2017

9 1/8 Due 2/1/2017 FA1

Dated Code: Normal

Dated Date: 02/01/2007

UNITS:

PRICE:

PRINCIPAL

ACCRUED INTEREST:

COMMISSION:

FEES

2,052,500.00 29,402.78

2,000,000.00

102.625000

0.00

0.00

CASH: USD

2,081,902.78

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date:

09/23/2010

TRANS NO.: 4003261

VENDOR TRANS NO.: 3568520070125

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Morgan Stanley

Security ID:

92851RAB3

TRADE DATE: 01/25/2007

SETTLEMENT DATE:

02/01/2007

SECURITY DESCRIPTION

PURCHASE

6,325,000.00 UNITS: Vitro S.A. 98.400000 144A NCV 9.125% 02/01/2017 PRICE: 6,223,800.00 9 1/8 Due 2/1/2017 FA1 PRINCIPAL ACCRUED INTEREST: 0.00 Dated Code: Normal 0.00 Dated Date: 02/01/2007 COMMISSION: 0.00 FEES

CASH: USD

6,223,800.00

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000 SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

TRANS NO.: 4648563

VENDOR TRANS NO.: 21508320071106

DATE: 09/23/2010

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT: Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Barclay Investments

Security ID:

92851RAD9

TRADE DATE: 11/06/2007

SETTLEMENT DATE:

11/09/2007

SECURITY DESCRIPTION

PURCHASE

 Vitro S.A.
 UNITS:
 1,500,000.00

 NCV 9.125% 02/01/2017
 PRICE:
 98.750000

 9 1/8 Due 2/1/2017 FA1
 PRINCIPAL
 1,481,250.00

 Dated Code:
 Normal
 ACCRUED INTEREST:
 37,260.42

 Dated Date:
 08/01/2007
 COMMISSION:
 0.00

FEES

0.00

1,518,510.42

CASH: USD

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

Date: 09/23/2010

TRANS NO.: 4633458

VENDOR TRANS NO.: 21197120071031

09/23/2010 DATE:

To: State Street Bank

1200 Crown Colony Drive

Quincy, MA 02169

Attn: State Street Bank

In accordance with the terms of our existing custody agreement, you are authorized to settle the transaction set forth below:

ACCOUNT:

Lord Abbett Bond Debenture Fund, Inc.

Account No.:

FDB1

BROKER/DEALER: Barclay Investments

Security ID:

Vitro S.A.

92851RAD9

TRADE DATE: 10/31/2007

SETTLEMENT DATE: 11/05/2007

SECURITY DESCRIPTION

PURCHASE

UNITS: PRICE:

1,000,000.00 99.750000

NCV 9.125% 02/01/2017 9 1/8 Due 2/1/2017 FA1

PRINCIPAL

997,500.00

Dated Code: Normal

ACCRUED INTEREST:

23,826.39

Dated Date: 08/01/2007

FEES

0.00 COMMISSION: 0.00

CASH: USD

1,021,326.39

BK ACCT CURR:

FUNC. FX RATE: USD/USD 1.00000000

SETTLEMENT METHOD: US - DTC

MANAGER: Chris Towle

SPECIAL INSTRUCTIONS:

Authorized Signature

Authorized Signature

09/23/2010 Date: